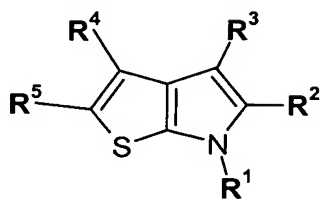


In the Claims:

The listing of claims will replace all prior versions and listings of claims in the application.

Listings of claims:

1. (Original) A compound of Formula (I),



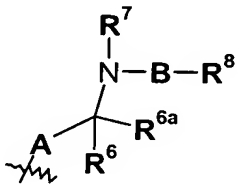
Formula (I)

wherein

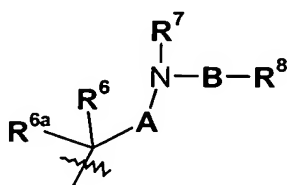
R¹ is selected from: hydrogen, optionally-substituted C₁₋₆alkyl, optionally substituted C₁₋₆alkanoyl, optionally substituted aryl or optionally-substituted arylC₁₋₆alkyl;

R² is an optionally-substituted mono or bi-cyclic aromatic ring;

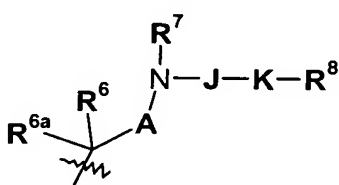
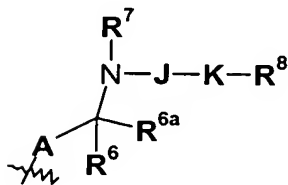
R³ is selected from a group of Formula (IIa) to Formula (IIf):



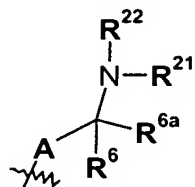
Formula (IIa)



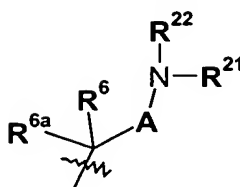
Formula (IIb)



Formula (IIc)



Formula (IId)

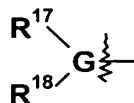


Formula (IIe)

Formula (IIf)

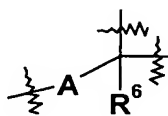
R^4 is selected from: hydrogen, optionally substituted C_{1-6} alkyl, optionally substituted aryl, C_{1-3} perfluoroalkyl, cyano, nitro, halo, $R^9O(CH_2)_m$ -, $R^9C(O)N(R^{10})$ -, $R^9R^{10}NC(O)N(R^{10})(CH_2)_m$ -, $R^9S(O_n)(CH_2)_m$ - or $R^9R^{10}NC(O)-(CR^9R^{10})_t(CH_2)_m$;

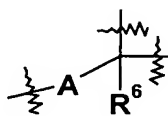
R^5 is a group of Formula (III):

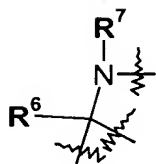


Formula (III)

R^6 and R^{6a} are independently selected from hydrogen, fluoro, optionally substituted C_{1-6} alkyl, optionally-substituted aryl or optionally substituted aryl C_{1-6} alkyl, or R^6 and R^{6a} taken together and the carbon atom to which they are attached form a carbocyclic ring of 3-7 atoms, or R^6 and R^{6a} taken together and the carbon atom to which they are attached form a carbonyl group;



or when A is not a direct bond the group  forms a carbocyclic ring of 3-7 carbon atoms or a heterocyclic ring containing one or more heteroatoms;



or the group forms a heterocyclic ring containing 3-7 carbon atoms and one or more heteroatoms;

R^7 is selected from: hydrogen, optionally-substituted C_{1-6} alkyl, optionally-substituted aryl C_{1-6} alkyl, optionally-substituted aryl, optionally substituted heterocyclyl, optionally substituted heterocyclyl C_{1-6} alkyl, R^9OC_{1-6} alkyl-, $R^9R^{10}NC_{1-6}$ alkyl-, $R^9R^{10}NC(O)C_{1-6}$ alkyl, $-C(NR^9R^{10})=NH$; or when R^3 is a group of Formula (IIc) or (IId) R^7 is of the formula $-J-K-R^8$; R^8 is selected from:

- (i) hydrogen, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, halo C_{1-6} alkyl, C_{1-4} alkoxy C_{1-4} alkyl, hydroxy, hydroxy C_{1-6} alkyl, cyano, $N-C_{1-4}$ alkylamino, N,N -di- C_{1-4} alkylamino, C_{1-6} alkyl- $S(O)_n$ -, $-O-R^b$, $-NR^bR^c$, $-C(O)-R^b$, $-C(O)O-R^b$, $-CONR^bR^c$, $NH-C(O)-R^b$ or $-S(O)_nNR^bR^c$, where R^b and R^c are independently selected from hydrogen and C_{1-4} alkyl optionally substituted with hydroxy, amino, $N-C_{1-4}$ alkylamino, N,N -di- C_{1-4} alkylamino, $HO-C_{2-4}$ alkyl-NH- or $HO-C_{2-4}$ alkyl-N(C_{1-4} alkyl)-;
- (ii) nitro when B is a group of Formula (IV) and X is CH and p is 0;
- (iii) C_{3-7} cycloalkyl, aryl or aryl C_{1-6} alkyl each of which is optionally substituted by R^{12} , R^{13} and R^{14} ;
- (iv) $-(Q)$ -aryl, $-(Q)$ -heterocyclyl, $-aryl-(Q)$ -aryl, each of which is optionally substituted by R^{12} , R^{13} and R^{14} wherein $-(Q)-$ is selected from E , F or a direct bond;
- (v) heterocyclyl or heterocyclyl C_{1-6} alkyl each of which is optionally substituted by up to 4 substituents independently selected from R^{12} , R^{13} and R^{14} ;

(vi) a group selected from R^{12} , R^{13} and R^{14} ;

R^9 and R^{10} are independently selected from: hydrogen, hydroxy, optionally substituted C_{1-6} alkyl, optionally substituted aryl, optionally substituted aryl C_{1-6} alkyl, an optionally substituted carbocyclic ring of 3-7 atoms, optionally substituted heterocyclyl, optionally substituted heterocyclyl C_{1-6} alkyl or R^9 and R^{10} taken together can form an optionally substituted ring of 3-9 atoms or R^9 and R^{10} taken together with the carbon atom to which they are attached form a carbonyl group;

R^{11} is selected from: hydrogen, optionally substituted C_{1-6} alkyl, or $N(R^9R^{10})$;

R^{12} is selected from: hydrogen, hydroxy, $R^{17}R^{18}N(CH_2)_{cc-}$, $R^{17}R^{18}NC(O)(CH_2)_{cc-}$, optionally substituted C_{1-6} alkyl- $C(O)N(R^9)(CH_2)_{cc-}$, optionally substituted C_{1-6} alkyl- $SO_2N(R^9)-$, optionally substituted aryl- $SO_2N(R^9)-$, C_{1-3} perfluoroalkyl- $SO_2N(R^9)-$; optionally substituted C_{1-6} alkyl- $N(R^9)SO_2-$, optionally substituted aryl- $N(R^9)SO_2-$, C_{1-3} perfluoroalkyl- $N(R^9)SO_2-$ optionally substituted C_{1-6} alkanoyl- $N(R^9)SO_2-$; optionally substituted aryl- $C(O)N(R^9)SO_2-$, optionally substituted C_{1-6} alkyl- $S(O_n)-$, optionally substituted aryl- $S(O_n)-$, C_{1-3} perfluoroalkyl-, C_{1-3} perfluoroalkoxy, optionally substituted C_{1-6} alkoxy, carboxy, halo, nitro or cyano;

R^{13} and R^{14} are independently selected from: hydrogen, hydroxy, oxo, optionally substituted C_{1-6} alkyl, optionally substituted C_{1-6} alkanoyl, optionally substituted C_{2-6} alkenyl, cyano, nitro, C_{1-3} perfluoroalkyl-, C_{1-3} perfluoroalkoxy, optionally substituted aryl, optionally substituted aryl C_{1-6} alkyl, $R^9O(CH_2)_s-$, $R^9(O)O(CH_2)_s-$, $R^9OC(O)(CH_2)_s-$, $R^{16}S(O_n)(CH_2)_s-$, $R^9R^{10}NC(O)(CH_2)_s-$ or halo;

R^{15} is selected from: hydrogen, optionally substituted C_{1-6} alkyl, $R^{19}OC(O)-$, $R^9R^{10}NC(O)-$, $R^9C(O)-$, $R^9S(O_n)-$;

R^{16} is selected from: hydrogen, C_{1-6} alkyl, C_{1-3} perfluoroalkyl or optionally-substituted aryl;

R¹⁷ is independently selected from: hydrogen, hydroxy, cyano or optionally substituted C₁₋₆alkyl;

R¹⁸ is a group of formula **R^{18a}-C(R⁹R¹⁰)₀₋₁-** wherein **R^{18a}** is selected from:

R¹⁹OC(O)-, R⁹R¹⁰NC(O)-, R⁹R¹⁰N-, R⁹C(O)-, R⁹C(O)N(R¹⁰)-,

R⁹R¹⁰NC(O)-, R⁹R¹⁰NC(O)N(R¹⁰)-, R⁹SO₂N(R¹⁰)-, R⁹R¹⁰NSO₂N(R¹⁰)-,

R⁹C(O)O-, R⁹OC(O)-, R⁹R¹⁰NC(O)O-, R⁹O-, R⁹S(O_n)-, R⁹R¹⁰NS(O_n) -,

hydrogen, optionally substituted C₁₋₆alkyl, optionally substituted heterocyclyl;

or **R¹⁷** and **R¹⁸** when taken together form an optionally substituted carbocyclic ring of 3-7 atoms or optionally substituted heterocyclyl;

R¹⁹ is selected from: hydrogen, optionally substituted C₁₋₆alkyl, optionally substituted aryl, optionally substituted arylC₁₋₆alkyl, optionally substituted C₃₋₇cycloalkyl, optionally substituted heterocyclyl or optionally substituted heterocyclylC₁₋₆alkyl;

R²⁰ is selected from **R¹²** or **R¹³**;

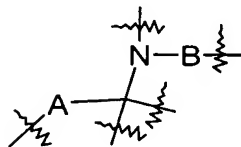
R²¹ and **R²²** are independently selected from hydrogen, optionally substituted C₁₋₆alkyl, optionally substituted C₃₋₇cycloalkyl, optionally substituted heterocyclyl, optionally substituted heterocyclylC₁₋₆alkyl, optionally substituted C₃₋₆alkenyl, optionally substituted C₃₋₆alkynyl, - (C₁₋₅alkyl)_{aa}-S(O_n)-(C₁₋₅alkyl)_{bb}-; **R⁹R¹⁰NC₂₋₆alkyl, R⁹OC₂₋₆alkyl or R⁹R¹⁰NC(O)C₂₋₆alkyl**, with the proviso that **R⁹** and **R¹⁰** independently or taken together are not optionally substituted aryl or optionally substituted arylC₁₋₆alkyl; or

R²¹ and **R²²** taken together form an optionally substituted non-aromatic heterocyclic ring;

A is selected from:

- (i) a direct bond;
- (ii) optionally-substituted C₁₋₅alkylene wherein the optional substituents are independently selected from: optionally-substituted

- C₁₋₆alkyl optionally-substituted aryl, optionally substituted arylC₁₋₆alkyl or substituted arylC₁₋₆alkyl;
- (iii) a carbocyclic ring of 3-7 atoms;
- (iv) a carbonyl group or $-C(O)-C(R^dR^d)-$, wherein R^d is independently selected from hydrogen and C₁₋₂alkyl;
- or when R^3 is a group of Formula (IIa) or (IIb), the group



forms a heterocyclic ring containing 3-7 carbon atoms and one or more heteroatoms;

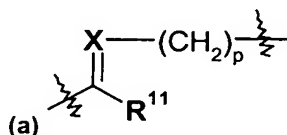
or when R^3 is a group of Formula (IIa), (IIb), (IIc) or (IId), the group



forms a heterocyclic ring containing 3-7 carbon atoms and one or more heteroatoms;

B is selected from:

- (i) a direct bond;
- (ii) a group of Formula (IV)



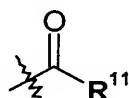
Formula (IV)

wherein:

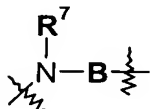
X is selected from N, CH or a saturated heterocyclic ring, wherein at position (a) Formula (IV) is attached to the nitrogen atom and the (CH₂)_p group is attached to R^8 ; and

(iii) a group independently selected from: optionally substituted C₁₋₆alkylene, optionally substituted C₃₋₇cycloalkyl, optionally substituted C₃₋₆alkenylene, optionally substituted C₃₋₆alkynyl, C₁₋₆alkoxy, (C₁₋₅alkyl)_{aa}-S(O_n)-(C₁₋₅alkyl)_{bb}-, (C₁₋₅alkyl)_{aa}-O-(C₁₋₅alkyl)_{bb}- or (C₁₋₅alkyl)_{aa}-N(R¹⁵)-(C₁₋₅alkyl)_{bb}-, wherein R¹⁵ and the (C₁₋₅alkyl)_{aa} or (C₁₋₅alkyl)_{bb} chain can be joined to form a ring;

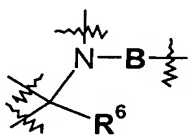
or the group -B-R⁸ represents a group of Formula (V)



Formula (V);



or the group together forms an optionally substituted heterocyclic ring containing 4-7 carbons atoms;

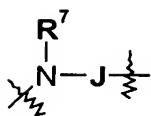


or the group forms a heterocyclic ring containing 3-7 carbon atoms and one or more heteroatoms;

E is -O-, -S(O_n)-, -C(O)-, -NR¹⁵- or -C(R⁹R¹⁰)_q;

F is -E(CH₂)_r- or -(CH₂)_rE -;

G is selected from: hydrogen, halo, CN, NO₂, N, O, S(O_n), C(O), C(R⁹R¹⁰)_t, optionally substituted C₂₋₆alkenylene, optionally substituted C₂₋₆alkynylene, optionally substituted heterocyclyl or a direct bond to R¹⁸, J is a group of the formula: -(CH₂)_s-L-(CH₂)_s- wherein when s is greater than 0, the alkylene group is optionally substituted,



or the group together forms an optionally substituted heterocyclic ring containing 4-7 carbons atoms;

K is selected from: a direct bond, $-(\text{CH}_2)_{s1}-$, $-(\text{CH}_2)_{s2}-\text{O}-(\text{CH}_2)_s-$, $-(\text{CH}_2)_{s1}\text{C}(\text{O})-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{S}(\text{O}_n)-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{N}(\text{R}^{18})-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{C}(\text{O})\text{N}(\text{R}^9)-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{N}(\text{R}^9)\text{C}(\text{O})-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{N}(\text{R}^9)\text{C}(\text{O})\text{N}(\text{R}^9)-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{OC}(\text{O})-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{C}(\text{O})\text{O}-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{N}(\text{R}^9)\text{C}(\text{O})\text{O}-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{OC}(\text{O})\text{N}(\text{R}^9)-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{OS}(\text{O}_n)-(\text{CH}_2)_s-$, $-(\text{CH}_2)_{s1}-\text{S}(\text{O}_n)-\text{O}-(\text{CH}_2)_{s2}-$, $-(\text{CH}_2)_{s1}-\text{S}(\text{O})_2\text{N}(\text{R}^9)-(\text{CH}_2)_{s2}-$, or $-(\text{CH}_2)_{s1}-\text{N}(\text{R}^9)\text{S}(\text{O})_2-(\text{CH}_2)_{s2}-$; wherein the $-(\text{CH}_2)_{s1}-$ and $-(\text{CH}_2)_{s2}-$ groups are independently optionally substituted by hydroxy or C_{1-4} alkyl;

L is selected from optionally substituted aryl or optionally substituted heterocyclyl;

m is an integer from 0 to 4;

n is an integer from 0 to 2;

p is an integer from 0 to 4;

q is an integer from 0 to 4;

r is an integer from 0 to 4;

s is an integer from 0 to 4;

s1 and **s2** are independently selected from an integer from 0 to 4, and

s1+s2 is less than or equal to 4; and

t is an integer from 0 to 4;

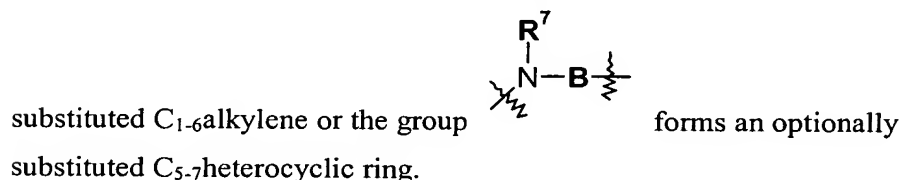
aa and **bb** are independently selected from 0 or 1

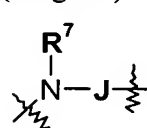
cc is an integer between 0 to 2;

with the proviso that

(i) when **G** is hydrogen, halo, CN or NO_2 then **R**¹⁷ and **R**¹⁸ are both absent;

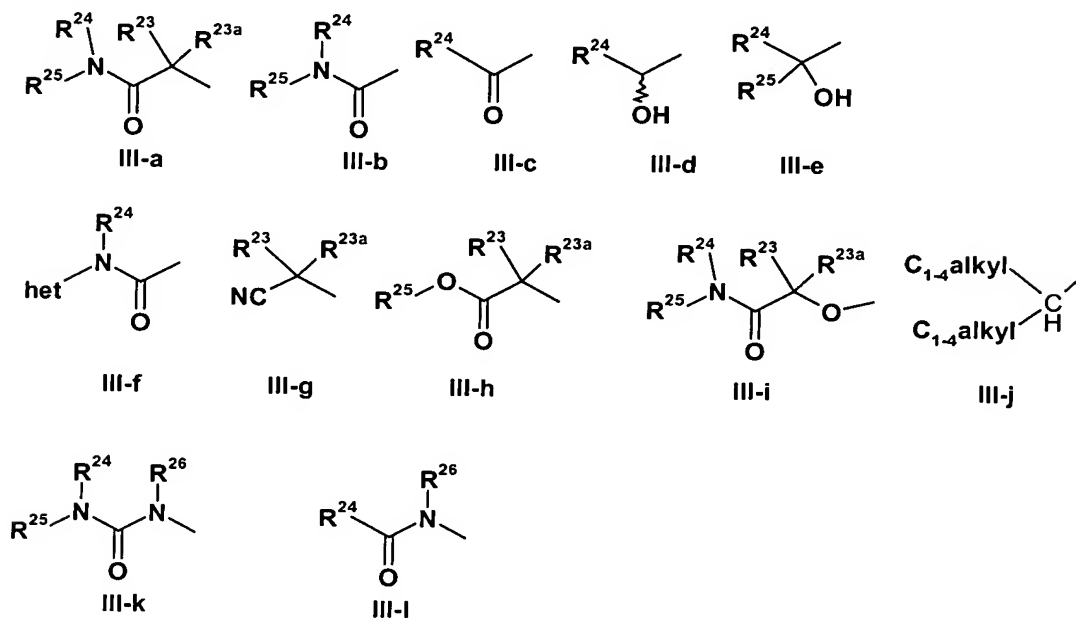
- (ii) when **G** is O, S(O_n), C(O) or C(R¹¹R¹²)_t, then **G** is substituted by a single group independently selected from the definition of R¹⁷ or R¹⁸ and when **G** is a direct bond to R¹⁸ then **G** is substituted by a single group selected from R¹⁸; and
- (iii) when R³ is a group of Formula (IIb), **B** is a group of Formula (IV), R⁸ is selected from group (i) or (ii) above, R¹¹ is a group of the formula N(R¹⁰R¹¹) and R¹, R² and R⁵ are as defined above then R⁴ cannot be hydrogen;
or a salt, pro-drug or solvate thereof.
2. (Original) A compound according to Claim 1 wherein R¹ is hydrogen.
3. (Currently amended) A compound according to Claim 1 ~~or Claim 2~~ wherein R³ is selected from a group of Formula (IIa) or Formula (IIb).
4. (Original) A compound according to Claim 3 wherein **B** is optionally



5. (Currently amended) A compound according to Claim 1 ~~or Claim 2~~ wherein R³ is selected from a group of Formula (IIc) or Formula (IId).
6. (Original) A compound according to Claim 5 wherein the group  together forms an optionally substituted heterocyclic ring containing 4-7 carbons atoms

7. (Original) A compound according to Claim 6 wherein **K** is selected from:
 $-(CH_2)_s-$, $-(CH_2)_s-O-(CH_2)_s-$, $-(CH_2)_s-C(O)-(CH_2)_s-$, $-(CH_2)_s-N(R^{18})-(CH_2)_s-$,
 $-(CH_2)_s-C(O)N(R^{18})-(CH_2)_s-$, $-(CH_2)_s-N(R^{18})C(O)-(CH_2)_s-$,
 $-(CH_2)_s-S(O)_2N(R^{18})-(CH_2)_s-$, or $-(CH_2)_s-NHS(O)_2-(CH_2)_s-$.
8. (Currently amended) A compound according to claim 3~~any one of Claims 3, 4, 5, 6 or 7~~ wherein **R**⁸ is selected from
 Preferably **R**⁸ is selected from
- (i) hydrogen, C₁₋₆alkyl, C₂₋₆alkenyl, haloC₁₋₆alkyl, hydroxy, cyano, C₁₋₆alkylS(O)_n-, -O-**R**^b, C₁₋₄alkoxyC₁₋₄alkyl, -C(O)-**R**^b, C(O)O-**R**^b, -NH-C(O)-**R**^b, N,N-di-C₁₋₄alkylamino, -S(O)_nNR^bR^c where **R**^b and **R**^c are independently selected from hydrogen and C₁₋₆alkyl, and **n** is 0, 1 or 2;
 - (ii) -(**Q**)-aryl;
 - (iii) C₄₋₇heterocyclyl, or
 - (iv) C₃₋₇carbocyclyl;

9. (Currently amended) A compound according to claim 1 ~~any one of the preceding claims~~ wherein R^5 is a group of Formula (III) wherein the group of Formula (III) is selected from one of **III-a** to **III-l**;



wherein:

het represents an optionally substituted 3- to 8- membered heterocyclic ring containing from 1 to 4 heteroatoms independently selected from O, N and S; R^{23} and R^{23a} are independently selected from hydrogen, fluoro or optionally substituted C_{1-8} alkyl; or R^{23} and R^{23a} together with the carbon to which they are attached form an optionally substituted 3 to 7-membered cycloalkyl ring R^{24} is selected from hydrogen, optionally substituted C_{1-8} alkyl, optionally substituted aryl, $-R^d$ -Ar, where R^d represents C_{1-8} alkylene and Ar represents optionally substituted aryl, and optionally substituted 3- to 8- membered heterocyclic ring optionally containing from 1 to 3 further heteroatoms independently selected from O, N and S;

R^{25} is selected from hydrogen; optionally substituted C_{1-8} alkyl and optionally substituted aryl;

or where the group of Formula (III) represents a group of Formula **III-a**, **III-b** or **III-i**, then the group $NR^{24}(-R^{25})$ represents an optionally substituted 3- to 8- membered heterocyclic ring optionally containing from 1 to 3 further heteroatoms independently selected from O, N and S;

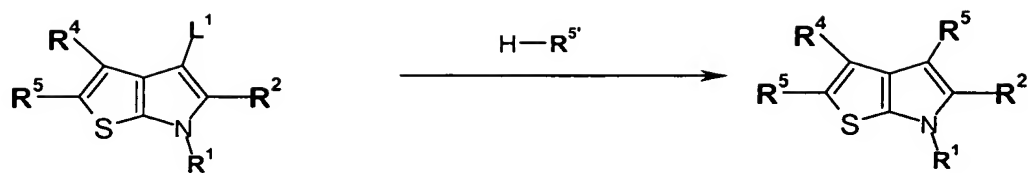
or where the group of Formula (III) represents structure **III-e**, R^{24} and R^{25} together with the carbon to which they are attached represents an optionally substituted 3- to 8- membered heterocyclic ring optionally containing from 1 to 4 heteroatoms independently selected from O, N and S;

R^{26} is selected from hydrogen or C_{1-4} alkyl.

10. (Currently Amended) A compound according to claim 1 ~~any one of the preceding claims~~ wherein R^2 is selected from an optionally substituted monocyclic aromatic ring structure wherein the optional substituents are selected from cyano, NR^eR^f , optionally substituted C_{1-8} alkyl, optionally substituted C_{1-8} alkoxy or halo wherein R^e and R^f are independently selected from hydrogen, C_{1-6} alkyl or aryl.
11. (Original) A compound selected from:
- 2-[2-(1,1-Dimethyl-2-oxo-2-azabicyclo[2.2.1]heptan-7-ylethyl)]-4-[1-oxo-2-methyl-2-{4-(1,1-dioxidotetrahydro-3-thienyl)piperazin-1-yl}ethyl]-5-(3,5-dimethylphenyl)-6*H*-thieno[2,3-*b*]pyrrole;
- 2-[2-(1,1-Dimethyl-2-oxo-2-azabicyclo[2.2.1]heptan-7-ylethyl)]-4-[2-{4-(pyrrolidin-1-ylcarbonylmethyl)piperazin-1-yl}ethyl]-5-(3,5-dimethylphenyl)-6*H*-thieno[2,3-*b*]pyrrole;
- 2-[2-(1,1-Dimethyl-2-oxo-2-azabicyclo[2.2.1]heptan-7-ylethyl)]-4-[2-{4-(2,4-dioxo-1,2,3,4-tetrahydropyrimidin-6-ylmethyl)piperazin-1-yl}ethyl]-5-(3,5-dimethylphenyl)-6*H*-thieno[2,3-*b*]pyrrole;

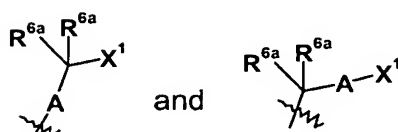
2-[2-(1,1-Dimethyl-2-oxo-2-azabicyclo[2.2.1]heptan-7-ylethyl)]-4-[2-(4-{3-hydroxypyrrolidin-1-ylcarbonyl}piperidin-1-yl)ethyl]-5-(3,5-dimethylphenyl)-6*H*-thieno[2,3-*b*]pyrrole;
 2-[2-(1,1-Dimethyl-2-oxo-2-azabicyclo[2.2.1]heptan-7-ylethyl)]-4-[2-(4-{3-oxo-3-pyrrolidin-1-ylprop-2-yl}piperazin-1-yl)ethyl]-5-(3,5-dimethylphenyl)-6*H*-thieno[2,3-*b*]pyrrole; and
 2-[2-(1,1-Dimethyl-2-oxo-2-azabicyclo[2.2.1]heptan-7-ylethyl)]-4-[2-(4-{morpholinocarbonyl}piperidin-1-yl)ethyl]-5-(3,5-dimethylphenyl)-6*H*-thieno[2,3-*b*]pyrrole;
 or a salt, pro-drug or solvate thereof.

12. (Cancelled)
13. (Currently amended) A pharmaceutical formulation comprising a compound, or salt, pro-drug or solvate thereof, according to claim 1 ~~any one of Claims 1 to 11~~ and a pharmaceutically acceptable diluent or carrier.
14. (Currently amended) A method of treating and/or preventing a sex hormone related condition in a patient comprising administering ~~Use of a compound according to claim 1, or salt, pro-drug or solvate thereof, according to a patient. any one of Claims 1 to 11, in the manufacture of a medicament for administration to a patient, for therapeutically treating and/or preventing a sex hormone related condition in the patient.~~
15. (Currently amended) A process of producing a compound, or salt, pro-drug or solvate thereof, according to claim 1 ~~any one of Claims 1 to 11~~, wherein the process comprises a reaction step selected from any one of (a) to (i):-
 (a) Reaction of a compound of formula XXXII with a compound of formula H-R^{5'} to form a compound of Formula (I),



XXXII

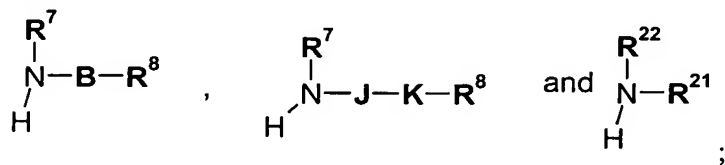
Formula (I)



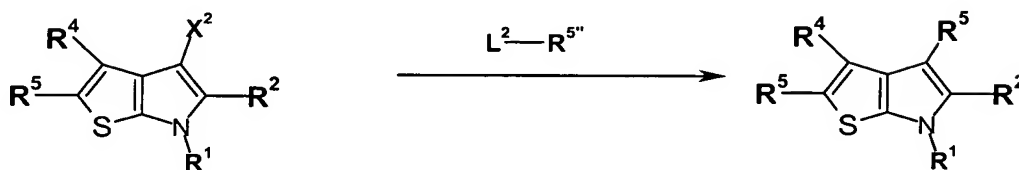
wherein L^1 is selected from:

displaceable group; and

$H-R^{5'}$ is selected from:

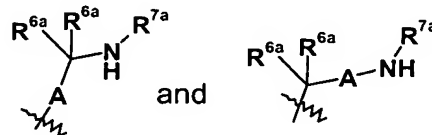


- (b) Reaction of a compound of formula XXXIII with a compound of formula $L^2-R^{5''}$ to form a compound of Formula (I),



XXXIII

Formula (I)

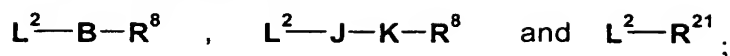


wherein X^2 is selected from:

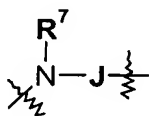
is selected from the definition of R^7 or R^{22} above, and

; R^{7a}

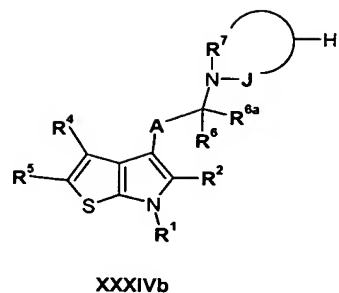
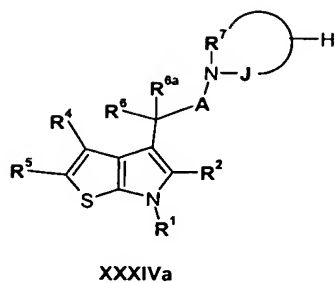
$L^2-R^{5''}$ is selected from:



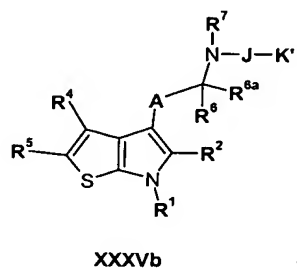
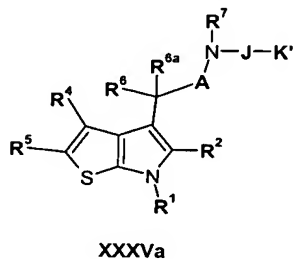
- (c) For compounds of Formula (I) wherein R^3 is a group of Formula (IIa), (IIb), (IIc) or (IId) and R^7 is other than part of a heterocyclic ring or hydrogen, reaction of a compound of Formula (I) wherein R^3 is a group of Formula (IIa), (IIb), (IIc) or (IId) and R^7 is hydrogen with a group of formula L^3-R^{7a} , wherein R^{7a} is as defined above for R^7 with the exclusion of hydrogen and L^3 is a displaceable group;
- (d) For compounds of Formula (I) wherein R^3 is a group of Formula (IIe) or (IIf) and R^{21} is other than hydrogen, reaction of a compound of Formula (I) wherein R^3 is a group of Formula (IIe) or (IIf) and R^{21} is hydrogen with a group of formula L^4-R^{21a} , wherein R^{21a} is as defined above for R^{21} with the exclusion of hydrogen and L^4 is a displaceable group;
- (e) For compounds of Formula (I) wherein R^3 is a group of Formula (IIe) or (IIf) and R^{22} is other than hydrogen, reaction of a compound of Formula (I) wherein R^3 is a group of Formula (IIe) or (IIf) and R^{22} is hydrogen with a group of formula L^5-R^{22a} , wherein R^{22a} is as defined above for R^{22} with the exclusion of hydrogen and L^5 is a displaceable group;
- (f) For compounds of Formula (I) wherein R^3 is a group of Formula (IIc) or (IId) and



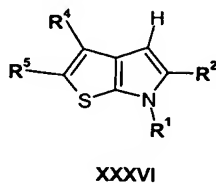
the group together forms an optionally substituted heterocyclic ring containing 4-7 carbons atoms, reaction of a compound of Formula XXXIVa or XXXIVb, with a compound of Formula L^6-K-R^8 , wherein L^6 is a displaceable group



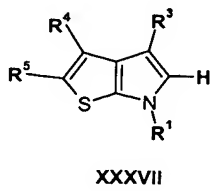
- (g) For compounds of Formula (I) wherein R^3 is a group of Formula (IIc) or (IId), reaction of a compound of Formula XXXVa or XXXVb, with a compound of Formula $L^7-K''-R^8$, wherein L^7 is a displaceable group, and wherein the groups K' and K'' comprise groups which when reacted together form K ,



- (h) reaction of a compound of Formula XXXVI with an electrophillic compound of the formula L^8-R^5 , wherein L^8 is a displaceable group



- (i) reaction of a compound of Formula XXXVII with a compound of the formula L^8-R^5 , wherein L^8 is a displaceable group



and thereafter if necessary:

- i) converting a compound of the Formula (I) into another compound of the Formula (I);
- ii) removing any protecting groups;
- iii) forming a salt, pro-drug or solvate.